

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

ROBERT W. ALVORD\*  
CARL C. DAVIS\*  
CHARLES T. KAPPLER  
JOHN H. DOYLE\*  
GEORGE JOHN KETO\*  
MILTON C. GRACE\*  
JAMES C. MARTIN, JR.\*

\*NOT A MEMBER OF D.C. BAR  
\*ALSO ADMITTED IN NEW YORK  
\*ALSO ADMITTED IN OHIO  
\*ALSO ADMITTED IN MARYLAND

LAW OFFICES  
**ALVORD AND ALVORD**

200 WORLD CENTER BUILDING

918 SIXTEENTH STREET, N.W.

WASHINGTON, D.C.

20006-2973

OF COUNSEL  
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JOHN L. INGOLDSBY  
URBAN A. LESTER

CABLE ADDRESS  
"ALVORD"

TELEPHONE  
AREA CODE 202  
393-2266

TELEX  
440367 A AND A

RECORDATION NO. 11833-8  
MAR 17 1987 3-2 5 PM  
Filed & Recorded

INTERSTATE COMMERCE COMMISSION

7-076A079

Ms. Noreta R. McGee  
Secretary  
Interstate Commerce Commission  
Washington, D.C.

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. §11303(a) is a Lease Termination Agreement dated February 17, 1987, a secondary document, which relates to a Railroad Lease Agreement dated as of July 17, 1979, filed and recorded on May 2, 1980 and assigned Recordation Number 11833-A.

The names and addresses of the parties executing the enclosed document are:

Lessor: Brae Corporation  
Three Embarcadero Center  
San Francisco, California 94111

Lessee: Warrenton Rail Road Company  
P.O. Box 518  
Warrenton, North Carolina 27589

Assignee: American Leasing Investors  
733 Third Avenue  
New York, New York 10017

Secured  
Party(\*): Harriscorp Leasing, Inc.  
111 West Monroe Street  
Chicago, Illinois 60690

\* Under a Security Agreement dated August 15, 1979  
(Recordation Number 10870).

100 OFFICE OF  
THE SECRETARY  
MAR 17 3 17 PM '87  
MOTOR OPERATING UNIT

*C. Security*

Ms. Noreta R. McGee  
Secretary  
Interstate Commerce Commission  
Page Two

A description of the railroad equipment covered by the enclosed document is one hundred thirty (130) 100-ton, 4650 cubic foot capacity, National Steel Car Corporation steel tank hopper cars marked WAR 14100 through WAR 14229, inclusive.

Also enclosed is a check in the amount of \$10 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return the stamped copies of the enclosed document not needed for your files to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.

A short summary of the enclosed secondary document to appear in the Commission's Index is:

Lease Termination Agreement dated February 17, 1987 covering one hundred thirty (130) steel tank hopper cars marked WAR 14100 through WAR 14229, inclusive.

Very truly yours,

  
Charles T. Kappler

Enclosures

LEASE TERMINATION AGREEMENT

MAR 17 1987 3-2 5 AM

## INTERSTATE COMMERCE COMMISSION

Brae Corporation, as lessor (the "Lessor"), Warrenton Rail Road Company, as lessee (the "Lessee"), American Leasing Investors, as assignee (the "Assignee") and Harriscorp Leasing, Inc. as secured party ("Secured Party") do hereby (1) terminate that certain Railroad Lease Agreement dated as of July 17, 1979 between Lessor and Lessee and recorded by the Interstate Commerce Commission ("ICC") on May 2, 1980 under Recordation Number 11833-A (the "Lease"), which Lease was assigned to Assignee pursuant to an Assignment of Railroad Lease Agreement dated as of September 13, 1979 between Lessor and Assignee and recorded by the ICC on September 19, 1979 under Recordation Number 10825-A (the "Assignment") and was further assigned to Secured Party pursuant to a Security Agreement dated as of August 15, 1979 between Lessor and Secured Party and recorded by the ICC on October 9, 1979 under Recordation Number 10870, (2) terminate the Assignment and (3) release one hundred thirty (130) 100-ton, 4650-cubic foot capacity, National Steel Car Corporation steel tank hopper cars marked WAR 14100 through WAR 14229, inclusive, from all of the terms and conditions of the Lease and the Assignment.

Dated this 17th day of February, 1987.

Attest:

Anna P. Bacht  
Witness

## AMERICAN LEASING INVESTORS,

as Assignee

By: ALI Management Corp.,  
Managing General Partner

By:

Walter H. Hinton  
Its: Vice President

Attest:

Kathleen Juffs  
Witness

## BRAE CORPORATION,

as Lessor-Assignor

By:

Donald B. Killefeldt  
Its: President - Rail Division

Attest:

Darryl Fayal  
Witness

WARRENTON RAIL ROAD COMPANY,  
as Lessee

By:

William J. Fayal  
Its:

Attest:

Karen M. Jellison  
Witness

## HARRISCORP LEASING, INC.

By:

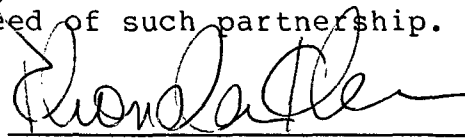
W. F. Johnson  
Its: V. P. & C. Mgr

ACKNOWLEDGMENT

STATE OF NEW YORK )  
SS.:  
COUNTY OF NEW YORK )

On this 17th day of February, 1987, before me personally appeared Walter H. Hinton II, to me personally known, who being by me duly sworn, says that he is Vice President of ALI Management Corp., which is the Managing General Partner of American Leasing Investors, a Connecticut limited partnership, and that the foregoing instrument was signed on behalf of said partnership by authority of its Managing General Partner, and he acknowledged that the execution of such instrument was the free act and deed of such partnership.

[Seal]

  
Notary Public

**RHONDA KLEIN**  
NOTARY PUBLIC, State of New York  
No. 41-4848392  
Qualified in Queens County  
Certificate filed in New York County  
Commission Expires March 30, 1987

ACKNOWLEDGMENT

STATE OF CALIFORNIA )  
SS.:  
COUNTY OF SAN FRANCISCO )

On this 26th day of February, 1987, before me personally appeared DONALD B. LITTLEFIELD, to me personally known, who being by me duly sworn, says that he is PRESIDENT - RAIL DIVISION of Bræ Corporation, that the foregoing instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of such instrument was the free act and deed of such corporation.



  
Notary Public

ACKNOWLEDGMENT

STATE OF N.C. )  
SS.:  
COUNTY OF Hoke )

On this 6th day of March, 1987, before me personally appeared Wesley F. Fennell, to me personally known, who being by me duly sworn, says that he is President of Warrenton Rail Road Company, that the foregoing instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of such instrument was the free act and deed of such corporation.

[Seal]

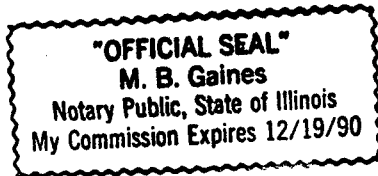
  
Notary Public

## ACKNOWLEDGMENT

STATE OF Illinois )  
 ) SS.:  
COUNTY OF Cook )

On this 16th day of March, 1987, before me personally appeared W. L. Johnson, to me personally known, who being by me duly sworn, says that he is Vice President & G.M. of Harriscorp Leasing, Inc., that the foregoing instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of such instrument was the free act and deed of such corporation.

[Seal]



Notary Public